



## Office of Audit Services Charter

### INTRODUCTION

Internal Auditing is an independent and objective assurance and consulting activity that is guided by a philosophy of adding value to improve the operations of CalPERS. Internal Audits assists CalPERS in accomplishing its objectives by bringing a systematic and disciplined approach to evaluate and improve the effectiveness of the organization's risk management, control, and governance processes.

### PURPOSE

The purpose of the CalPERS Office of Audit Services Charter is to assist CalPERS' internal auditors in fulfilling their mission and fiduciary responsibilities under the oversight of the Finance Risk and Audit Committee.

### PROFESSIONALISM

The Office of Audit Services will govern itself by adherence to the Institute of Internal Auditors' mandatory guidance including the Definition of Internal Auditing, the Code of Ethics, and the *International Standards for the Professional Practice of Internal Auditing (Standards)*. This mandatory guidance constitutes principles of the fundamental requirements for the professional practice of internal auditing and for evaluating the effectiveness of the Office of Audit Services' performance.

In addition to the mandatory guidance, the Office of Audit Services will follow the standards of relevant professional organizations as applicable. These professional standards include, but are not limited to, the following:

- IT Audit and Assurance Standards and the Code of Professional Ethics of the Information Systems Audit and Control Association (ISACA).
- American Institute of Certified Public Accountants (AICPA) Professional Standards and Code of Ethics, as applicable.
- Other professional standards, such as the Association of Certified Fraud Examiners (ACFE), as applicable.

The Office of Audit Services will also adhere to the Institute of Internal Auditors' Practice Advisories, Practice Guides, and Position Papers as applicable to guide operations. In addition, the Office of Audit Services will adhere to CalPERS relevant policies and procedures and the Office of Audit Services' procedures manual.

## AUTHORITY

This Charter and all future amendments are to be approved by the ~~Finance~~ Risk and Audit Committee and adopted by the Board of Administration (Board). Through Delegation of Authority to the Chief Auditor, the Chief Auditor and internal staff are authorized to obtain:

- Full, free and unrestricted access to all of the CalPERS functions, records, files and information systems, personnel, contractors, physical properties, rental locations, and any other item relevant to the function, process, or business unit under review.
- Free and unrestricted access to the Chair of the ~~Finance~~ Risk and Audit Committee, the ~~Finance~~ Risk and Audit Committee, and the President of and the members of the Board of Administration.
- Free and unrestricted access to the Chief Executive Officer, the other Executives, management, staff, contractors and vendors of CalPERS, and employers, members, retirees and beneficiaries of CalPERS.
- Free and unrestricted access to information at CalPERS' health plan contractors, including claims information, subject to applicable Federal and State laws.

## INDEPENDENCE

To provide for the independence of the Office of Audit Services, its staff report to the Chief Auditor, who in turn reports administratively to the General Counsel, and has direct reporting responsibility to the Chief Executive Officer and the ~~Finance~~ Risk and Audit Committee of the Board of Administration. The Chief Auditor shall freely discuss audit policies, audit findings and recommendations, audit follow-up, guidance issues and other matters with the ~~Finance~~ Risk and Audit Committee, the Chief Executive Officer, the General Counsel and management as necessary. The Chief Auditor will present any potential issues regarding impairment of independence and/or conflicts of interest and their mitigation(s) to the ~~Finance~~ Risk and Audit Committee.

Internal auditors will remain free from interference by any element in the organization, including matters of audit selection, scope, procedures, frequency, timing, or report content to permit maintenance of a necessary independent and objective mental attitude.

The Chief Auditor and internal audit staff are not authorized to perform programmatic operational duties for CalPERS. Accordingly, they will not implement internal controls, develop procedures, install systems, prepare records, or engage in any other activity that may impair internal auditor's judgment.

Internal auditors must exhibit the highest level of professional objectivity in gathering, evaluating, and communicating information about the activity or process being examined. Internal auditors must make a balanced assessment of all the relevant circumstances and not be unduly influenced by their own interests or by others in forming judgments.

## SCOPE OF WORK

The scope of audit work encompasses the examination and evaluation of the adequacy and effectiveness of CalPERS governance, risk management, and internal control processes to achieve the stated goals and objectives of CalPERS. The scope may include:

- Ensuring programs and systems are operating within the highest fiduciary standards and are directed toward the requirements defined in the Federal and State constitutions, laws, regulations, and the policies and procedures of CalPERS.
- Reviewing the reliability and integrity of financial and operating controls and information and the means used to identify, measure, classify and report such information.
- Assessing business risks and verifying appropriate mitigating control mechanisms are in place.
- Reviewing established system of internal control to ascertain whether they are functioning as designed.
- Appraising the efficiency of processes and resources deployed.

## RESPONSIBILITY

The Chief Auditor has a responsibility to:

- Maintain a professional audit staff with sufficient knowledge, skills, experience, and professional certifications to meet the requirements of this Charter.
- Safeguard the documents and information provided to internal audit staff in the same prudent and confidential manner as by those employees normally accountable for them.
- Develop an audit plan using an appropriate risk-based methodology, including risks or control concerns identified by management, and review that plan with the Finance Risk and Audit Committee and provide periodic updates.
- Implement the audit plan, as approved, including as appropriate any special tasks or projects requested by management and/or the Finance Risk and Audit Committee.
- Evaluate and assess significant functions and new or changing systems, processes, operations, and control processes that correspond with their development, implementation, and/or expansion.
- Evaluate the effectiveness and efficiency with which resources are employed.
- Manage and coordinate the contract with the external financial statement auditors and other external auditors.
- Evaluate the quality of performance of external auditors and the degree of coordination with external auditors as well as any examinations performed by regulatory agencies.
- Perform consulting and advisory services related to governance, risk management and internal control as appropriate.
- Report significant risk exposures and control issues, including fraud risks, governance issues, and other matters needed or requested by the Board.

- Issue reports to the Finance Risk and Audit Committee and management summarizing results of important matters identified through audit activities along with management's response to such issues/recommendations.
- Inform the Finance Risk and Audit Committee of significant emerging trends and successful practices in the internal auditing profession.
- Confirm independence from undue influence while performing the duties of the Chief Auditor no less than four (4) times per year in closed session Finance Risk and Audit Committee meetings.
- Monitor significant Office of Audit Services performance goals and review results with the Finance Risk and Audit Committee as appropriate.
- Conduct risk-based audit procedures for compliance with new and existing laws and regulations and review results with management and the Finance Risk and Audit Committee.
- Assist with investigations of known or suspected acts of fraud involving CalPERS funds, property and employees in coordination with other CalPERS functional areas and appropriate internal legal counsel.
- Follow up on all external auditor or regulatory reports and recommendations.

## INTERNAL AUDIT PLAN

At least annually, the Chief Auditor will submit an internal audit plan to the Finance Risk and Audit Committee and Board of Administration for review and approval. The Chief Auditor and internal audit staff will implement the annual audit plan, as approved, including, as appropriate, any plan amendments, and special tasks or projects requested by Management and the Finance Risk and Audit Committee. The Chief Auditor will prepare a budget that is complementary to the implementation of the audit plan. The audit plan will be refreshed as needed.

The internal audit plan will be developed based on a prioritization of all auditable units using a risk-based methodology, including input of senior management and the Board. Any significant deviation from the approved internal audit plan will be communicated to senior management and the Finance Risk and Audit Committee through periodic activity reports.

## REPORTING AND MONITORING

A written report will be prepared and issued by the Chief Auditor following the conclusion of each internal audit engagement and will be distributed as appropriate. Internal audit results will also be communicated to the Finance Risk and Audit Committee.

In accordance with the Office of Audit Service's Audit Resolution Policy, the internal audit activity will monitor corrective actions or acceptance of risk taken by management on reported audit issues and convey these actions to Executive Management and the Finance Risk and Audit Committee.

The Chief Auditor will periodically report to senior management and the ~~Finance~~ Risk and Audit Committee on the internal audit activity's independence, purpose, authority, and responsibility, as well as performance relative to its plan. As required by standards, reporting will also include significant risk exposures and control issues, including fraud risks, governance issues, and other matters needed or requested by senior management and the Board. In addition, the Chief Auditor will communicate to senior management and the ~~Finance~~ Risk and Audit Committee on the internal audit activity's quality assurance and improvement program, including results of ongoing internal assessments and external assessments conducted at least every five years.

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